

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF VERMONT**

<u>ALICE H. ALLEN, et al.,</u>)	
)	
Plaintiffs,)	
)	
v.)	Civil Action No. 5:09–CV–00230–cr
)	
DAIRY FARMERS OF AMERICA, INC., and)	
DAIRY MARKETING SERVICES, LLC,)	
)	
<u>Defendants.</u>)	

**DAIRY FARMER SUBCLASSES’ SUPPLEMENTAL FILING
REGARDING MOTION FOR PRELIMINARY APPROVAL OF SETTLEMENT**

Pursuant to the instructions received from the Court, the Dairy Farmer Subclasses (“Subclasses”), through Subclass Counsel, submit this simple statement regarding the basis for the Subclass Representatives’ opposition to the settlement. The Subclass Representatives, to varying degrees, oppose the proposed settlement because: (a) the proposed monetary payment should be larger; (b) the proposed settlement should include additional (or different) terms of equitable relief; and (c) the Subclass Representatives do not feel they were sufficiently consulted prior to the recommended settlement.¹ A more detailed description of the Subclass Representatives’ positions on these issues, in their own words, was drafted by the Subclass Representatives (unsolicited by Subclass Counsel) in response to the Court’s July 9 Order and was submitted *in camera* to the Court, as well as a response addressing those issues. If the Court grants preliminary approval of the proposed settlement, all interested parties, including the

¹ As set forth in the *in camera* submission, the proposed terms of a possible settlement with DFA/DMS were conveyed to the Subclass Representatives on June 20, 2014, the same day the offer was received by Subclass Counsel, and then discussed during lengthy conference calls, on June 23, June 24, June 27, June 30, and July 1, as well as additional individual calls. The proposed settlement was submitted to the Court for preliminary approval on July 1, 2014.

Subclass Representatives, will have the opportunity to state their views on the settlement at a Fairness Hearing in this matter.

Dated: July 29, 2014

/s/ Robert G. Abrams

Robert G. Abrams, Esq.
Robert J. Brookhiser, Esq.
Gregory J. Commins, Jr., Esq.
Terry L. Sullivan, Esq.
Danyll W. Foix, Esq.
Baker & Hostetler LLP
Washington Square, Suite 1100
1050 Connecticut Ave., N.W.
Washington, DC 20036
202-862-1500
rabrams@bakerlaw.com
rbrookhiser@bakerlaw.com
gcommins@bakerlaw.com
tsullivan@bakerlaw.com
dfoix@bakerlaw.com

Emily J. Joselson, Esq.
Lisa B. Shelkrot, Esq.
Langrock Sperry & Wool, LLP
210 College St.
P.O. Box 721
Burlington, VT 05402-0721
(802) 864-0217
ejoselson@langrock.com
lshelkrot@langrock.com

*Counsel for the non-DFA/DMS
Subclass*

Respectfully submitted,

/s/ Kit A. Pierson

Kit A. Pierson, Esq.
Benjamin D. Brown, Esq.
Brent W. Johnson, Esq.
Emmy L. Levens, Esq.
Cohen Milstein Sellers & Toll, PLLC
1100 New York Ave., N.W.
Suite 500, West Tower
Washington, DC 20005
(202) 408-4600
kpierson@cohenmilstein.com
bbrown@cohenmilstein.com
bjohnson@cohenmilstein.com
elevens@cohenmilstein.com

David A. Balto, Esq.
The Law Offices of David A. Balto
1325 G St, N.W., Suite 500
Washington, DC 20005
(202) 789-5424
david.balto@yahoo.com

Andrew D. Manitsky, Esq.
Gravel and Shea PC
76 St. Paul St., 7th Floor,
P.O. Box 369
Burlington, VT 05402
(802) 658-0220
amanitsky@gravelshea.com

Counsel for the DFA/DMS Subclass

CERTIFICATE OF SERVICE

I hereby certify that the foregoing Dairy Farmer Subclasses' Supplemental Filing Regarding Motion for Preliminary Approval of Settlement was served this 29th day of July, 2014, on all counsel of record by ECF and/or electronic mail.

/s/ Brent W. Johnson

Brent W. Johnson